

debentures are of record in Docket Nos. D-703 (1948), No. D-703 (1956), No. D-703 (1957), No. D-703-59.2, and No. U-305 (1960). Demand notes that are issued to American Telephone and Telegraph Company from time to time are issued for cash to the full principal amount thereof and bear interest at the rate of 4 1/2% per annum.

C. Proper corporate action has been taken authorizing the issuance of the securities petitioned for.

D. The petitioner will make in the calendar years 1965 through 1967, inclusive, net expenditures for extensions, additions and betterments of its telephone plant and properties of \$177,200,000. This construction program is designed to fill the need for expansion and improvement of telephone service.

E. The construction of such large quantities of telephone plant and facilities will require the Company to obtain more capital during said period than will be realized from sources presently available.

F. The additional funds which will be needed by the applicant for the period January 1, 1965, through December 31, 1967, will be substantially in excess of \$75,000,000 based upon the current cost of material, labor, construction and demands for service.

G. Said stock, when issued, is to be sold to American

Telephone and Telegraph Company at par, and the proceeds derived therefrom are to be used to discharge existing demand notes and to discharge other demand notes from time to time owed by the applicant, or to construct, complete, extend or improve its telephone plant, or for other lawful purposes.

H. The funds to be derived from the sale of said stock petitioned for are reasonably required for and essential to the proper corporate purposes of said corporation. In particular, funds are needed to maintain the existing volume of service, to meet new demands, and make improvements to present telephone facilities.

I. It further appears to the Commission that questions concerning financial structures and corresponding costs of money to applicant for rate-making purposes should not be and are not determined in this proceeding, but that such questions should be reserved for any future rate proceedings in which applicant may be involved. Approval of the Company's application is without prejudice to the determination of such questions in any such future rate proceeding.

J. The sum of \$75,000 has been paid into the Treasury of the State of Michigan by applicant in accordance with Act 419, Public Acts 1919, as amended, pertaining to the statutory fee on the foregoing securities.

NOW, THEREFORE, IT IS ORDERED by the Michigan Public Service Commission that:

1. Michigan Bell Telephone Company is hereby authorized to issue and sell its common capital stock in the par amount of \$75,000,000 (5,250,000 shares of \$14 2/7 par value each), said stock to be sold from time to time as applicant's Board of Directors approve, to American Telephone and Telegraph Company at par. The proceeds from the sale of said stock shall be used only to construct, complete, extend and improve applicant's telephone plant, and to discharge at face value its notes or other debts, or for other lawful corporate purposes.

2. Before any stock shall be issued under the terms of this order, a certified copy hereof shall be entered upon the corporate minutes of the applicant corporation.

3. Whenever the Company shall issue and sell any of the stock authorized by this Order, it shall report to this Commission, by a statement duly verified, under oath, of some responsible corporation officer having knowledge of the facts thereof, the amount of capital stock hereinabove authorized which shall have been issued and sold, and the proceeds derived therefrom along with the disposition of same. Each report shall be filed within 60 days after the date of sale of shares covered by the report.

Page 5
U-1685

4. In authorizing this common stock issue, the Commission is not passing upon, nor determining, in this proceeding the question of a proper capital structure of Michigan Bell Telephone Company for rate-making purposes. Rather, the Commission is specifically reserving unto itself full power and authority to determine in rate proceedings involving said Company a proper capital structure and cost of money for rate-making purposes and, the Company's issuance and sale of common stock, as approved by this Order, shall be without prejudice to such determination.

The Commission specifically retains jurisdiction of this matter and reserves the right to make such other and further order or orders herein as the facts and circumstances may require.

MICHIGAN PUBLIC SERVICE COMMISSION

/s/ Peter B. Spivak
Chairman

(S E A L)

/s/ John E. Torney
Commissioner

By the Commission and pursuant
to its action of July 23, 1964.

/s/ George Washington
Commissioner

/s/ Norman Berkowitz
Its Secretary

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U-1685
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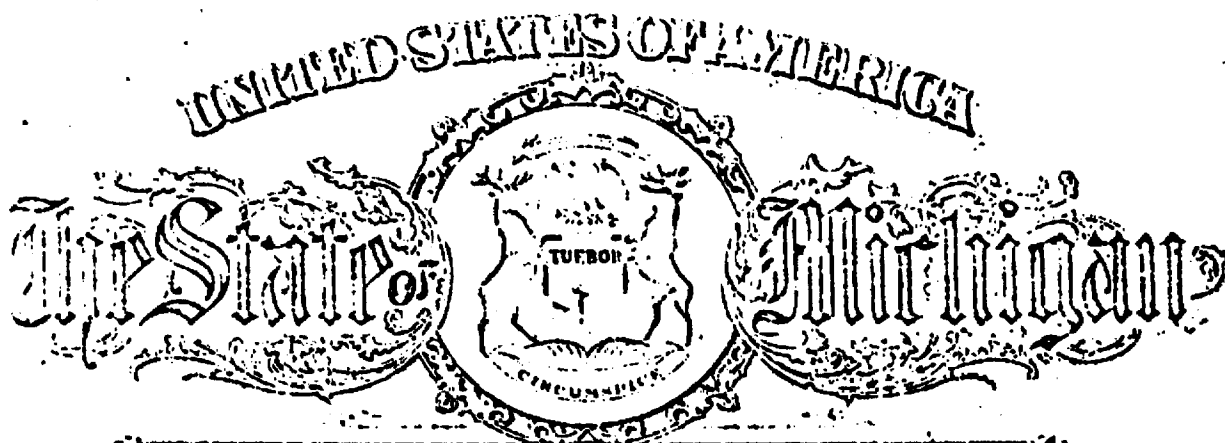
RECEIVED

JUL 30 1964

MICHIGAN
SECURITIES COMMISSION

FILED

JUL 30 1964



Michigan Department of Treasury

Lansing, Michigan

To All To Whom These Presents Shall Come:

J. Allen Guen, Treasurer of the State of Michigan, Do Hereby Certify That
MICHIGAN BELL TELEPHONE COMPANY

Michigan _____ corporation, was _____ incorporated _____ in this State on
January 26, 1904 _____ corporation has filed all annual reports, and has paid the fees on said
reports as required by the corporation. This certificate is issued without prejudice to the right of the Department of
Treasury to claim from audit, or otherwise, that additional fees may be due for the current year or prior years.

This certificate is issued to attest to the fact that the corporation is in good standing in this office as of this date,
being authorized to transact business in Michigan and for no other purpose. It is in the record form, made by me
in my office, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my
hand and affixed the Seal of the Department,
in the City of Lansing, this 12th day
of February 1906.

Allen Guen
State Treasurer.





Lansing, Michigan

To All To Whom These Presents Shall Come:

*I, Richard K. Holmbrecht, Director, Michigan Department of Commerce,
Do Hereby Certify That*

was filed on February 6, 1963. Certificate of Amendment to the Articles of Incorporation was filed on January 21, 1964. Certificate of Increase of Capital Stock was filed on July 30, 1964. Certificate of Increase of Capital Stock was filed on June 21, 1966. Certified Resolution of Change of Resident Agent was filed on July 9, 1968. Certificate of Increase of Capital Stock was filed on August 18, 1971. Certified Resolution of Change of Resident Agent was filed on September 5, 1972.

IFURTHER CERTIFY that the above constitutes all charter documents on file in this office for the corporation; that the corporation has filed all annual reports and has paid the fees on said annual reports as computed by the corporation. This certificate is issued without prejudice to the right of the Department of Treasury to claim upon audit, or otherwise, that additional fees may be due for the current year or prior years.

This certificate is issued to attest to the fact that the corporation is in good standing in this office as of this date and is duly authorized to transact business in Michigan and for no other purpose. It is in the usual form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

*In testimony whereof, I have hereunto set my
hand and affixed the Seal of the Department
in the City of Lansing, this 30th day
of November, 1972.*

Richard K. Holmbrecht
Director

STATE OF MICHIGAN
CORPORATION AND SECURITIES COMMISSION
P.O. BOX 898
LANSING 4, MICHIGAN

DO NOT WRITE IN SPACE BELOW — FOR COMMISSION USE

Date Received: JUL 30 1964	<i>MDJ</i> (Compared By)	FILED JUL 30 1964 <i>Robert M. [Signature]</i> Chairman, Michigan Corporation and Securities Commission
	JUL 30 1964 (Date)	

CERTIFICATE OF INCREASE OF CAPITAL STOCK

a Michigan corporation existing under the provisions
Michigan Bell Telephone Company, of Act 129, Public Acts of 1883, as amended,
(Corporate Name)

~~a Michigan corporation~~, whose registered office is located at 1365 Cass Avenue
(No.) (Street)

Detroit 26 Wayne County, Michigan, certifies pursuant to the provisions of Section
(City) (Zone) (County)

43 of Act 327, Public Acts of 1931, as amended, that at a meeting of the stockholders of the said corporation called for the purpose of increasing its authorized capital stock, and held on the 27th day of April, 1964, it was resolved, by the vote of the holders of a majority of the shares of each class of shares entitled to vote and a majority of shares of each class whose rights, privileges or preferences are so changed, that the authorized capital stock be increased from:

(1)	{ Preferred shs. - Common shs. 33,250,000 }	{ Par Value \$ - Par Value \$ 14 2/7 }	per share
and/or (2), shares of no par value	{ Preferred - Common - }	{ Book Value \$ - Price fixed for sale \$ - Book Value \$ - Price fixed for sale \$ - }	per share

and that the provisions of the Articles of Incorporation relating to capital stock are amended to read as follows:

(1)	{ Preferred shs. - Common shs. 38,500,000 }	{ Par Value \$ - Par Value \$ 14 2/7 }	per share
and/or (2), shares of no par value	{ Preferred - Common - }	{ Book Value \$ - Price fixed for sale \$ - Book Value \$ - Price fixed for sale \$ - }	per share

Form 13

(Please turn page)

(3) A statement of all or any of the designations and the powers, preferences and rights, and the qualifications, limitations or restrictions thereof is as follows:
(This statement need not be stated unless changed. A rider may be attached.)

See attached certified copy of resolution adopted by the
stockholders on April 27, 1964, amending Article V
of the Articles of Association

see letter

Signed on July 27, 1964.

(Corporate Seal if any)

Michigan Bell Telephone Company

By *W. M. Day*
W. M. Day (President)
F. B. Allen (Secretary or Assistant Secretary)

STATE OF MICHIGAN

COUNTY OF Wayne } ss.

On this 27th day of July, 1964, before me
appeared W. M. Day, of the
(Name of President)
Michigan Bell Telephone Company, which
(Corporate Name)

executed the foregoing instrument, to me personally known, who, being by me duly sworn, did say that he is the president of said corporation, and that "[the seal affixed to said instrument is the corporate seal of said corporation, and that] said instrument was signed "[and sealed] in behalf of said corporation by authority of its board of directors, and said officer acknowledged said instrument to be the free act and deed of said corporation.

*If corporation has a seal strike out the words in brackets and add at end of acknowledgment the following: "and that said corporation has no corporate seal".

Eleanor L. Johnson

(Signature of Notary)

Eleanor L. Johnson
Notary Public for Wayne County,
State of Michigan.

My commission expires 5-15-67

(Notarial seal required if acknowledgment taken out of State)

(Act 85, Michigan Public Acts of 1921, as amended, prescribes the filing and franchise fees payable by corporations.)

MAIL THREE SIGNED AND ACKNOWLEDGED COPIES TO:
MICHIGAN CORPORATION AND SECURITIES COMMISSION
P.O. Box 838
Lansing, Michigan

Article

THEREFORE BE IT RESOLVED: That Article V of the amended Articles of Association of this Company be amended so that as amended said Article shall read as follows:

ARTICLE V

The amount of the capital stock of said corporation is Five Hundred Fifty Million Dollars (\$550,000,000). The same is to be divided into Thirty-Eight Million Five Hundred Thousand (38,500,000) shares of Common Stock of the par value of Fourteen and Two-Sevenths Dollars (\$14 $\frac{2}{7}$) each. The amount of the capital stock subscribed at the time of these amended Articles of Association is Four Hundred Sixty-One Million Dollars (\$461,000,000) and the amount paid in thereon is Four Hundred Sixty-One Million Dollars (\$461,000,000)

S T A T E O F M I C H I G A N
B E F O R E T H E M I C H I G A N P U B L I C S E R V I C E C O M M I S S I O N

* * * * *

In the matter of the application of)	
MICHIGAN BELL TELEPHONE COMPANY for)	
authority to issue \$75,000,000 of)	Case No. U-1685
common stock for corporate purposes.)	

At a session of the Michigan Public Service Commission
held at its offices in the city of Lansing, Michigan, on the
23rd day of July, A. D. 1964.

PRESENT: Hon. Peter B. Spivak, Chairman
Hon. John E. Tormey, Commissioner
Hon. George Washington, Commissioner

S E C U R I T I E S

In this matter, Michigan Bell Telephone Company filed its
application on June 25, 1964, for authority to issue and sell
to its stockholders \$75,000,000 of its common stock at par, the
proceeds of such sale to be used to retire Demand Notes and for
other lawful corporate purposes.

Said application was regularly brought on for hearing
before the Commission on July 10, 1964, at Detroit, Michigan.

From the application filed and based upon the testimony taken and exhibits introduced at said hearing it appears and the Commission FINDS that:

A. The applicant, Michigan Bell Telephone Company, is a Michigan corporation organized and existing under Act No. 219 of the Public Acts of 1883 of the State of Michigan with its principal office in Detroit, Michigan, and is engaged in rendering telephone service generally throughout the state of Michigan.

B. On May 31, 1964, the capital stock and long term debt of the applicant consisted of \$475,000,000 authorized amount of common stock, of which \$461,000,000 was actually issued and outstanding, and \$210,000,000 of funded debt. The funded debt is made up of \$75,000,000 principal amount 40 year 3 1/8% debentures, due October 15, 1988; \$30,000,000 principal amount 35 year 4 3/8% debentures, due December 1, 1991; \$40,000,000 principal amount 35 year 4 3/4% debentures, due November 1, 1992; \$30,000,000 principal amount 35 year 4 7/8% debentures, due August 1, 1994; and \$35,000,000 principal amount 36 year 4 5/8% debentures, due August 1, 1996. Demand notes of \$10,900,000 were also outstanding. The terms and conditions upon which the common stock has been issued are of record before this Commission or its predecessors in Docket Nos. T-215, T-252, D-1346, D-703, D-703-39.1, D-703 (1940), D-703 (1941), D-703 (1949), D-703-52.1 and D-703-55.1. The terms and conditions of issue of the

debentures are of record in Docket Nos. D-703 (1948), No. D-703 (1956), No. D-703 (1957), No. D-703-59.2, and No. U-305 (1960). Demand notes that are issued to American Telephone and Telegraph Company from time to time are issued for cash to the full principal amount thereof and bear interest at the rate of 4 1/2% per annum.

C. Proper corporate action has been taken authorizing the issuance of the securities petitioned for.

D. The petitioner will make in the calendar years 1965 through 1967, inclusive, net expenditures for extensions, additions and betterments of its telephone plant and properties of \$177,200,000. This construction program is designed to fill the need for expansion and improvement of telephone service.

E. The construction of such large quantities of telephone plant and facilities will require the Company to obtain more capital during said period than will be realized from sources presently available.

F. The additional funds which will be needed by the applicant for the period January 1, 1965, through December 31, 1967, will be substantially in excess of \$75,000,000 based upon the current cost of material, labor, construction and demands for service.

G. Said stock, when issued, is to be sold to American

Telephone and Telegraph Company at par, and the proceeds derived therefrom are to be used to discharge existing demand notes and to discharge other demand notes from time to time owed by the applicant, or to construct, complete, extend or improve its telephone plant, or for other lawful purposes.

H. The funds to be derived from the sale of said stock petitioned for are reasonably required for and essential to the proper corporate purposes of said corporation. In particular, funds are needed to maintain the existing volume of service, to meet new demands, and make improvements to present telephone facilities.

I. It further appears to the Commission that questions concerning financial structures and corresponding costs of money to applicant for rate-making purposes should not be and are not determined in this proceeding, but that such questions should be reserved for any future rate proceedings in which applicant may be involved. Approval of the Company's application is without prejudice to the determination of such questions in any such future rate proceeding.

J. The sum of \$75,000 has been paid into the Treasury of the State of Michigan by applicant in accordance with Act 419, Public Acts 1919, as amended, pertaining to the statutory fee on the foregoing securities.

NOW, THEREFORE, IT IS ORDERED by the Michigan Public Service Commission that:

1. Michigan Bell Telephone Company is hereby authorized to issue and sell its common capital stock in the par amount of \$75,000,000 (5,250,000 shares of \$14 2/7 par value each), said stock to be sold from time to time as applicant's Board of Directors approve, to American Telephone and Telegraph Company at par. The proceeds from the sale of said stock shall be used only to construct, complete, extend and improve applicant's telephone plant, and to discharge at face value its notes or other debts, or for other lawful corporate purposes.

2. Before any stock shall be issued under the terms of this order, a certified copy hereof shall be entered upon the corporate minutes of the applicant corporation.

3. Whenever the Company shall issue and sell any of the stock authorized by this Order, it shall report to this Commission, by a statement duly verified, under oath, of some responsible corporation officer having knowledge of the facts thereof, the amount of capital stock hereinabove authorized which shall have been issued and sold, and the proceeds derived therefrom along with the disposition of same. Each report shall be filed within 60 days after the date of sale of shares covered by the report.

4. In authorizing this common stock issue, the Commission is not passing upon, nor determining, in this proceeding the question of a proper capital structure of Michigan Bell Telephone Company for rate-making purposes. Rather, the Commission is specifically reserving unto itself full power and authority to determine in rate proceedings involving said Company a proper capital structure and cost of money for rate-making purposes and, the Company's issuance and sale of common stock, as approved by this Order, shall be without prejudice to such determination.

The Commission specifically retains jurisdiction of this matter and reserves the right to make such other and further order or orders herein as the facts and circumstances may require.

MICHIGAN PUBLIC SERVICE COMMISSION

/s/ Peter B. Spivak
Chairman

(S E A L)

/s/ John E. Torrey
Commissioner

By the Commission and pursuant
to its action of July 23, 1964.

/s/ George Washington
Commissioner

/s/ Norman Berkowitz
Its Secretary

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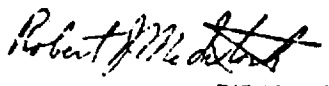
JUL 30 1964

MICHIGAN DIVISION OF
SECURITIES COMMISSION

FILED

JUL 30 1964

STATE OF MICHIGAN
CORPORATION AND SECURITIES COMMISSION
P.O. BOX 898
LANSING, MICHIGAN 48904

DO NOT WRITE IN SPACE BELOW — FOR COMMISSION USE		
Date Received:	<div style="text-align: center;">  (Compared By) </div>	MICHIGAN DEPARTMENT OF COMMERCE The powers, duties and functions of the Michigan Corporation and Securities Commission relating hereto have been transferred to the Department of Commerce, pursuant to Act 380, P.A. 1965.
J 1966	JUN 21 1966	<div style="text-align: center; font-size: 1.5em; font-weight: bold;">FILED</div> <div style="text-align: center;">JUN 21 1966</div> <div style="text-align: center;">  DIRECTOR MICHIGAN DEPT. OF COMMERCE </div>

CERTIFICATE OF INCREASE OF CAPITAL STOCK

MICHIGAN BELL TELEPHONE COMPANY

(Corporate Name)

a Michigan corporation, incorporated under Act 199 of Public Acts of 1893, as amended, whose registered office is located at 1365 Cass Avenue (Street)

Detroit Wayne Michigan 48226 (City) (County) (Zip Code)

certifies pursuant to the provisions of Section 43 of Act 327, Public Acts of 1931, as amended, that at a meeting of the stockholders of the said corporation called for the purpose of increasing its authorized capital stock, and held on the 25th day of April, 1966, it was resolved, by the vote of the holders of a majority of the shares of each class of shares entitled to vote and a majority of shares of each class whose rights, privileges or preferences are so changed, that the authorized capital stock be increased from:

(1) { Preferred shs. Common shs. 38,500,000	{ Par Value \$ Par Value \$ 14 2/7	} per share
and/or (2), shares of no par value		
{ Preferred Common	{ Book Value \$ Price fixed for sale \$ Book Value \$ Price fixed for sale \$	} per share

and that the provisions of the Articles of Incorporation relating to capital stock are amended to read as follows:

(1) { Preferred shs. Common shs. 52,500,000	{ Par Value \$ Par Value \$ 14 2/7	} per share
and/or (2), shares of no par value		
{ Preferred Common	{ Book Value \$ Price fixed for sale \$ Book Value \$ Price fixed for sale \$	} per share

Form 13

(Please turn page)

(3) A statement of all or any of the designations and the powers, preferences and rights, and the qualifications, limitations or restrictions thereof is as follows:
(Provisions need not be stated unless changed. A rider may be attached.)

Signed on June 14, 1966.

(Corporate Seal if any)

MICHIGAN BELL TELEPHONE COMPANY

By

W. M. Day
(President or Vice-President)
J. S. Mat
(Secretary or Assistant Secretary)

STATE OF MICHIGAN
COUNTY OF WAYNE

} ss.

On this 14th day of June, 1966, before me
appeared William M. Day, President, of the
(Name of President or Vice-President)
Michigan Bell Telephone Company, which
(Corporate Name)

executed the foregoing instrument, to me personally known, who, being by me duly sworn, did say that he is the
• ~~president or~~
~~vice-president~~ of said corporation, and that * [the seal affixed to said instrument is the corporate seal of said
corporation, and that] said instrument was signed * [and sealed] in behalf of said corporation by authority of
its board of directors, and said officer acknowledged said instrument to be the free act and deed of said corporation.

*If corporation has no seal strike out the words in brackets and add at end of acknowledgment the following: "and that said corporation has no corporate seal".

Patricia H. Drabik
(Signature of Notary)
Patricia H. Drabik
Notary Public for Macomb County,
State of Michigan. Acting in Wayne County.

My commission expires October 12, 1969
(Notarial seal required if acknowledgment taken out of State)

(Act 85, Michigan Public Acts of 1921, as amended, prescribes the filing and franchise fees payable by corporations.)

MAIL THREE SIGNED AND ACKNOWLEDGED COPIES TO:
MICHIGAN CORPORATION AND SECURITIES COMMISSION
P.O. Box 898
Lansing, Michigan 48904

STATE OF MICHIGAN
MICHIGAN DEPARTMENT OF TREASURY
Corporation Division Lansing, Michigan

NOTE	DO NOT WRITE IN SPACE BELOW - FOR DEPARTMENT USE	
Mail <u>ONE</u> signed copy to:	Date Received:	<p>FILED Michigan Department of Treasury</p> <p>JUL 9 1968</p> <p><i>Allison Gruen</i> STATE TREASURER</p>
Michigan Department of Treasury Corporation Division P.O. Drawer C Lansing, Michigan 48904	JUL - 3 1968	
Filing Fee \$5.00		
(Make fee payable to State of Michigan)		

CERTIFIED RESOLUTION OF CHANGE OF RESIDENT AGENT

I, G. G. Watt Secretary or
Assistant Secretary,
of Michigan Bell Telephone Company
(Corporate Name)
a Michigan corporation, whose registered office is located at 1365 Cass Avenue
(No.) (Street)
Detroit Wayne Michigan 48226
(City) (County) (Zip Code), do hereby certify that the
following is a true and correct copy of the resolution adopted by the board of directors of said corpora-
tion by written consent or at a meeting called and held on the 24th day of June 1968.
"Resolved that James M. Smith is appointed the resident agent of this
(Name of Agent)
corporation in charge of its registered office, and that all prior appointments of other resident agents for
such purpose are hereby revoked."

Signed on July 1, 1968.

[Signature]

(Signature of Secretary or Assistant Secretary)
of Assistant Secretary
(DESIGNATE OFFICE HELD BY SIGNER)

STATE OF MICHIGAN
MICHIGAN DEPARTMENT OF TREASURY
CORPORATION DIVISION
LANSING, MICHIGAN

NOTE	DO NOT WRITE IN SPACE BELOW - FOR DEPARTMENT USE	
<p>This form may be filed to increase the authorized capital stock of a Michigan corporation pursuant to the provisions of Section 43, Act 327, P.A. of 1931 as amended.</p> <p>Mail <u>ONE</u> signed and acknowledged copy to:</p> <p>Michigan Department of Treasury Corporation Division P.O. Drawer C Lansing, Michigan 48904</p> <p>Filing Fee-\$5.00 Franchise Fee-1/2 mill on each dollar of increase over highest previous authorized capital stock. (Make fee payable to State of Michigan)</p>	Date Received:	<p>FILED</p> <p>AUG 18 1971</p> <p><i>William H. ...</i> STATE TREASURER Michigan Department of Treasury</p>
	AUG 16 1971	

CERTIFICATE OF INCREASE OF CAPITAL STOCK

MICHIGAN BELL TELEPHONE COMPANY

Incorporated under Act 129, of Public Acts of 1883, as amended,
a Michigan corporation/whose registered office is located at 1365 Cass Avenue
(City) (County) (Zip Code) (Street)
Detroit Wayne Michigan 48226, certifies pursuant to the provisions of Section
43 of Act 327, Public Acts of 1931, as amended, that at a meeting of the stockholders of the said corporation
called for the purpose of increasing its authorized capital stock, and held on the 27th day of
April, 1970, it was resolved, by the vote of the holders of a majority of
the shares of each class of shares entitled to vote and a majority of shares of each class whose rights, privileges
or preferences are so changed, that the authorized capital stock be increased from:

(1) Preferred shs. Par Value \$ per share
Common shs. 52,500,000 Par Value \$ 14 2/7 per share

and/or (2), shares of no par value Preferred Book Value \$ per share
Price fixed for sale \$ per share
Common Book Value \$ per share
Price fixed for sale \$ per share

and that the provisions of the Articles of Incorporation relating to capital stock are amended to read as follows:

(1) Preferred shs. Par Value \$ per share
Common shs. 80,500,000 Par Value \$ 14 2/7 per share

and/or (2), shares of no par value Preferred Book Value \$ per share
Price fixed for sale \$ per share
Common Book Value \$ per share
Price fixed for sale \$ per share

(For Use by Domestic and Foreign Corporations)

CERTIFICATE OF CHANGE OF REGISTERED OFFICE~~**AND/OR CHANGE OF RESIDENT AGENT**~~

The undersigned corporation, in accordance with the provisions of Section 242 of Act 284, Public Acts of 1972, does here certify as follows:

1. The name of the corporation is Michigan Bell Telephone Company

2. The address of its former registered office is:

1365 Cass Avenue

(No. and Street)

Detroit

(Town or City)

Michigan

48226

(Zip Code)

The mailing address of its former registered office is:

1365 Cass Avenue

(No. and Street or P.O. Box)

Detroit

(Town or City)

Michigan

48226

(Zip Code)

3. (The following is to be completed if the address of the registered office is changed.)

The address of the registered office is changed to:

444 Michigan Avenue

(No. and Street)

Detroit

(Town or City)

Michigan

48226

(Zip Code)

The mailing address of the registered office is changed to:

444 Michigan Avenue

(No. and Street or P.O. Box)

Detroit

(Town or City)

Michigan

48226

(Zip Code)

4. The name of the ~~former~~ resident agent is Kenneth J. Boekeloo

5. (The following is to be completed if the resident agent is changed.)

The name of the successor resident agent is _____

6. The corporation further states that the address of its registered office and the address of the business office of its resident agent, as changed, are identical.

7. The changes designated above were authorized by resolution duly adopted by its board of directors.

Dated this 18th day of June, 19 73

Michigan Bell Telephone Company

(Name of Corporation)

BY

K. J. Boekeloo

(Signature)

Vice President and
K. J. Boekeloo, Secretary

(Type or Print Name and Title)

(See Instructions on Reverse Side)

(Please do not write in spaces below — for Department use)

MICHIGAN DEPARTMENT OF COMMERCE — CORPORATION AND SECURITIES BUREAU	
Date Received	<div>FILED</div> <div>Michigan Department of Commerce</div> <div>JUN 22 1973</div> <div><i>Robert H. Schulz</i> DIRECTOR</div>
JUN 20 1973	

C & S-113

INFORMATION AND INSTRUCTIONS

Certificate of Change of Registered Office and/or Change of Resident Agent

1. The Certificate is required to be signed in ink by the chairman or vice-chairman of the board, or the president or a vice-president of the corporation.
2. One original copy is required. A true copy will be prepared by the Corporation and Securities Bureau and returned to the person submitting the Certificate for filing.
3. Filing fee \$5.00
(Make fee payable to State of Michigan)
4. Mail form and fee to:
Michigan Department of Commerce
Corporation and Securities Bureau
Corporation Division
P. O. Drawer C
Lansing, Michigan 48904